SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL OMB Number: 3235-0287 Estimated average burden hours per response 0.5

1. Name and Addres	ss of Reporting Perso JOHN F	m*	2. Issuer Name and Ticker or Trading Symbol <u>CASS INFORMATION SYSTEMS INC</u> [CASS]		tionship of Reporting Pers all applicable) Director Officer (give title below)	son(s) to Issuer 10% Owner Other (specify below)
(Last) 13001 HOLLEN	(First) IBERG DRIVE	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 11/06/2012		PresTransportatio	,
(Street) BRIDGETON (City)	MO (State)	63044 (Zip)	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line) X	idual or Joint/Group Filing Form filed by One Rep Form filed by More that Person	orting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)					5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Common Stock	11/06/2012		М		1,097	A	\$18.79	20,507 ⁽³⁾	D	
Common Stock	11/06/2012		F		467	D	\$44.01	20,040 ⁽³⁾	D	
Common Stock								18,334	I	Held in spousal trust

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

	(e.g., puis, cans, warrants, options, convertible securities)														
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Employee Stock Option (right to buy)	\$18.79	11/06/2012		М			1,097	01/02/2012 ⁽¹⁾	01/02/2013	Common Stock	1,097	\$18.79	0	D	
Stock Appreciation Rights	\$27.42							01/27/2011 ⁽²⁾	01/25/2020	Common Stock	2,262		2,262	D	
Stock Appreciation Rights	\$32.95							01/26/2012 ⁽²⁾	01/24/2021	Common Stock	6,695		6,695	D	
Stock Appreciation Rights	\$36.92							01/25/2013 ⁽²⁾	01/23/2022	Common Stock	6,701		6,701	D	

Explanation of Responses:

1. Exercisable date may be accelerated based on Company performance.

2. Over a three-year vesting period, SARs become exercisable in one-third increments on the anniversary date of the grant.

3. Includes restricted stock bonus shares, subject to vesting and forfeiture.

/s/ John F. Pickering

** Signature of Reporting Person

11/08/2012

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

 \ast If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.